

GREENBRIER ***LEASING COMPANY LLC***

Greenbrier Leasing Company LLC

One Centerpoint Drive Suite 200
Lake Oswego Oregon 97035
503 684 7000 Fax 503 684 7553

December 1, 2011

RECORDATION NO. 30011 FILED

DEC 11 2 30 PM

SURFACE TRANSPORTATION BOARD

VIA FEDERAL EXPRESS

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 are three (3) originals and two (2) photocopies of a Memorandum of Lease Agreement dated February 1, 2011 for Schedule No. 1 dated February 1, 2011, a primary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177. Also enclosed is a check for \$41 payable to the order of the Surface Transportation Board covering the required recordation fee.

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Leasing Company LLC
One Centerpoint Drive, Suite 200
Lake Oswego, Oregon 97035

Lessee: Golden Grain Energy LLC
1822 43rd Street SW
Mason City, IA 50401

A description of the railroad equipment covered by the enclosed document is:

Thirty-two (32) 6,580 cubic foot capacity, 286,000 lbs. GRL covered hopper railcars marked and numbered AOKX 78151, AOKX 78153, and AOKX 78570 through AOKX 78599, inclusive.

Please return stamped copies of the enclosed document not needed for your files to the undersigned.

Section Chief
Surface Transportation Board
December 1, 2011
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A short summary of the enclosed document to appear in the Board's Index is:

Memorandum of Lease Agreement dated February 1, 2011 for Schedule
No. 1.

If you have any questions, please do not hesitate to call.

Sincerely,

A handwritten signature in black ink, appearing to read "Sheri Grether". The signature is fluid and cursive, with the first name "Sheri" and last name "Grether" clearly distinguishable.

Sheri Clarke Grether
Senior Paralegal

SCG:ms
Enclosures

cc: Edward M. Luria, Esq.

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC ("LESSOR")

AND

GOLDEN GRAIN ENERGY LLC ("LESSEE")

FEBRUARY 1, 2011

SCHEDULE NO. 1

FEBRUARY 1, 2011

Memorandum of Schedule No. 1 dated February 1, 2011 to a Lease Agreement made and entered into as of February 1, 2011 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, ("Lessor") and Golden Grain Energy LLC, an Iowa limited liability company ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor thirty-two (32) newly built 6,580 cubic foot capacity, 286,000 lbs. GRL, through-sill covered hopper railcars with one (1) 30-inch by 59-foot 4-inch hatch opening and four (4) 54-inch by 43-inch gravity gates, bearing marks and numbers AOKX 78151, AOKX 78153, and AOKX 78570 through AOKX 78599, inclusive.
2. Schedule No. 1 to the Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 1, as each may be amended from time to time.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective officers as of the date and year first above written.

LESSOR:

GREENBRIER LEASING COMPANY LLC

BY: 

NAME: F.T. Sharp

TITLE: President

LESSEE:

GOLDEN GRAIN ENERGY LLC

BY: 

NAME: Walter Wendland

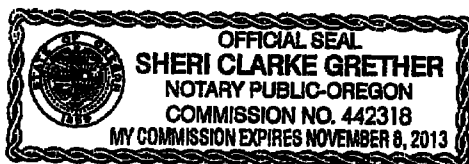
TITLE: President / CEO

STATE OF OREGON

COUNTY OF CLACKAMAS

)
) ss.
)

On this 28th day of November, 2011, before me personally appeared J.T. Sharp, to me personally known, who being by me duly sworn, says that s/he is the President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was ~~her~~ or his free act and deed.



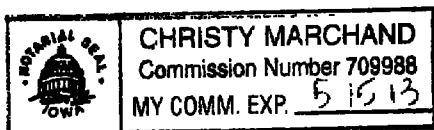
Sheri Clarke Grether
NOTARY PUBLIC
My commission expires: November 8, 2013

STATE OF Iowa

COUNTY OF Cerro Gordo

)
) ss.
)

On this 21 day of November, 2011, before me personally appeared Walter Marchand, to me personally known, who being by me duly sworn, says that s/he is the President/CEO of Golden Grain Energy LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.



Christy Marchand
NOTARY PUBLIC
My commission expires: 5-15-13